



Matt Blunt
Secretary of State

State of Missouri
Office of Secretary of State
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Jefferson City 65102

Corporations
(573) 751-4153

General Business Corporation Instruction Sheet

Here is information we hope you will find useful in considering the formation of a Missouri Corporation.

1. The name of the Corporation:
 - A. The name must be distinguishable upon the records from the name of any domestic corporation currently in existence, any foreign corporation which is qualified and in good standing, limited partnership, limited liability company, limited liability partnership, limited liability limited partnership or a name which is currently reserved.
 - B. The corporation name may not be one that might falsely imply governmental affiliation.
 - C. The words Cooperative, Bank, Insurance and Redevelopment may not be used in a corporate title for a Chapter 351 or 355 corporation.
 - D. Name Check. Before drafting articles of incorporation it is imperative that you check with this office concerning the availability of the desired name. This may be done by mail or telephone by calling either (573) 751-2359 or 751-3317. Even though a name may have been checked with us for availability, checks, letterheads, seals or share certificates ordered prior to incorporation are purchased at your own risk. We recommend that nothing be printed until a name is incorporated by this office and you have received your certificate of incorporation.
 - E. Reservation of corporate name. If you wish, you may reserve a corporate name in advance. You may request a reservation with either a letter or forms from this office. A name may be reserved for 60 days, and a fee of \$25.00 must accompany a reservation of a corporate name.
2. While the corporation need not have a Missouri resident as an incorporator or board member, it must have a registered agent and office in Missouri.
3. We determine the incorporation fee by multiplying the par value of the shares of stock (or \$1.00 for no par stock) by the aggregate number of shares authorized. The fee is based on this "authorized capital." The fee is \$55.00 for any amount up to \$30,000 and \$5.00 more for each additional \$10,000 of authorized capital. To this total, add \$3.00 for the filing fee. A minimum incorporation fee based on the above information would then be \$58.00. All corporations are required to issue common stock.
4. Pursuant to 351.060 RSMo, articles of incorporation may be submitted to this office by an incorporator or a representative of the corporation.
5. While a corporation may have only one director and one incorporator, it must fill the position of both president and secretary. These officers may be the same person, as in the case of a director and incorporator.

6. The articles listing the purposes should include at least one sentence which defines the specific purpose for which the corporation is organized (e.g. what it will do to make a profit). You may also include, if desired, a statement “and all other legal acts permitted general and business corporations.”

7. We suggest that you use our forms (even if you copy them), since they comply completely with Missouri law. Any forms which you send us should be legible, either typewritten or neatly and clearly printed.

8. Articles must be submitted in duplicate. One copy must be an original, and one may be a photocopy. The original must have seals and signatures which are originals.

9. The documents must be notarized.

Feel free to call our office with any questions you may have concerning these instructions. Our New Corporations Desk may be reached at (573) 751-2359.

Sincerely,

MATT BLUNT
Secretary of State